

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

ADAMS RESPIRATORY OPERATIONS, INC.

Plaintiff,

v.

PHARMACEUTICAL HOLDINGS CORP.,
MUTUAL PHARMACEUTICAL CO., INC., and
UNITED RESEARCH LABORATORIES, INC.

Defendants.

C.A. No. 2:06-cv-04418-PD *Y*

FILED

MAR 22 2007

MICHAEL E. KUNZ, Clerk

By *[Signature]* Dep. Clerk

ADAMS RESPIRATORY THERAPEUTICS, INC.

Plaintiff,

v.

PHARMACEUTICAL HOLDINGS CORP.,
MUTUAL PHARMACEUTICAL CO., INC., and
UNITED RESEARCH LABORATORIES, INC.

Defendants.

C.A. No. 2:06-cv-05485-PD *file*

ENTERED

MAR 23 2007

CLERK OF COURT

PHARMACEUTICAL HOLDINGS CORP.,
MUTUAL PHARMACEUTICAL CO., INC., and
UNITED RESEARCH LABORATORIES, INC.

Plaintiffs,

v.

ADAMS RESPIRATORY OPERATIONS, INC.

Defendants.

C.A. No. 2:07-cv-00217-PD

CONSENT JUDGMENT AND DISMISSAL WITHOUT PREJUDICE

Adams Respiratory Operations, Inc. ("ARO") and Adams Respiratory Therapeutics, Inc. ("ART") (collectively "Adams") and Pharmaceutical Holdings Corp., Mutual Pharmaceutical Co., Inc. and United Research Laboratories, Inc. (collectively "Mutual") STIPULATE THAT:

1. Adams and Mutual are parties to the patent litigations captioned *Adams Respiratory Operations, Inc. v. Pharmaceutical Holding Corp., Mutual Pharmaceutical Co., Inc. and United Research Laboratories, Inc.*, Civil Action No. 2:06-CV-04418-PD, and *Adams Respiratory Therapeutics, Inc. v. Pharmaceutical Holdings Corp., Mutual Pharmaceutical Co., Inc. and United Research Laboratories, Inc.*, Civil Action No. 2:06-CV-05485-PD, both of which are pending before the Honorable Paul S. Diamond in the United States District Court for the Eastern District of Pennsylvania, and are also parties to the related antitrust litigation captioned *Pharmaceutical Holdings Corp., Mutual Pharmaceutical Co., Inc. and United Research Laboratories, Inc. v. Adams Respiratory Operations, Inc.*, Civil Action No. 2:07-CV-

00217-PD, also pending before the Honorable Paul S. Diamond in the United States District Court for the Eastern District of Pennsylvania (collectively the “Lawsuits”).

2. Adams and Mutual wish to settle the Lawsuits.
3. This Court has jurisdiction over the parties and the subject matter of the Lawsuits.
4. ARO is the owner of United States Patent No. 6,372,252 (the “’252 patent”).
5. ART is the holder of several New Drug Applications (“NDAs”) under which the United States Food and Drug Administration (“FDA”) granted approval to market these guaifenesin-containing pharmaceutical formulations.
6. Pursuant to 21 U.S.C. § 355(j), Mutual has filed Abbreviated New Drug Application (“ANDA”) No. 78-333 with the FDA, seeking permission to market 600 and 1200 mg generic versions of ART’s NDA products. Mutual’s ANDA No. 78-333 currently is pending with the FDA and has not yet been approved.
7. In *Adams Respiratory Operations, Inc. v. Pharmaceutical Holdings Corp., Mutual Pharmaceutical Co., Inc. and United Research Laboratories, Inc.*, Civil Action No. 2:06-CV-04418-PD, and *Adams Respiratory Therapeutics, Inc. v. Pharmaceutical Holdings Corp., Mutual Pharmaceutical Co., Inc. and United Research Laboratories, Inc.*, Civil Action No. 2:06-CV-05485-PD, Adams has alleged that Mutual infringed certain claims of the ‘252 patent by submitting ANDA No. 78-333 to the FDA.
8. In the Lawsuits, Mutual has asserted several claims, defenses, counts and/or counterclaims, including that the ‘252 patent is not infringed, invalid and unenforceable, and that Adams has committed exclusionary, anticompetitive and unlawful acts in violation of

the Sherman Act, the Clayton Act and state common law in connection with bringing this action, the '252 patent and NDA No. 21-282.

9. Adams and Mutual have reached an agreement to settle the Lawsuits, as set forth in a separate Settlement and License Agreement (the "Settlement Agreement"), which is being executed contemporaneously.

10. All claims and counterclaims in the Lawsuits are hereby dismissed without prejudice.

11. Each of the parties shall bear their own costs and attorneys' fees.

12. Each of the parties consents to personal jurisdiction in Pennsylvania for purposes of enforcing the Settlement Agreement.

SO STIPULATED:

/s/ Dominick A. Conde

Dominick A. Conde
John D. Carlin
Colleen Tracy
FITZPATRICK, CELLA, HARPER & SCINTO
30 Rockefeller Plaza
New York, NY 10112
(212) 218-2100

Alexander Kerr
Lisa M. Salazar
McCARTER & ENGLISH, LLP
Mellon Bank Center
1735 Market Street, Suite 700
Philadelphia, PA 19103
(215) 979-3800

Attorneys for Plaintiffs
Adams Respiratory Therapeutics, Inc. and
Adams Respiratory Operations, Inc.

/s/ James D. Veltrop

James D. Veltrop
William M. Rubenstein
Chad A. Landmon
Michelle H. Seagull
AXINN, VELTROP & HARKRIDER LLP
90 State House Square
Hartford, CT 06103-3702
Telephone (860) 275-8100
Facsimile: (860) 275-8101

James P. Doyle
AXINN, VELTROP & HARKRIDER LLP
1370 Avenue of the Americas
New York, NY 10019
Telephone: (212) 728-2200
Facsimile: (212) 728-2201

Howard I. Langer
LANGER & GROGAN, P.C.
1600 Market Street, Ste. 2020
Philadelphia, PA 19103

Telephone: (215) 419-6536

Facsimile: (215) 419-6546

Attorneys for Defendants

Pharmaceutical Holdings Corp; Mutual

Pharmaceutical Co., Inc.

United Research Laboratories, Inc.

Dated: _____

Dated: _____

SO ORDERED:

Dated: 3/21/07

Paul S. Diamond

Honorable Paul S. Diamond
U.S. District Court, E.D.Pa.

3-23-07
Copies to:
E. Miller
W. Heller